

ULTIMATE

SPIDER-MAN®

ISSUE

39

THERAPY

BENDIS
BAGLEY
THIBERT

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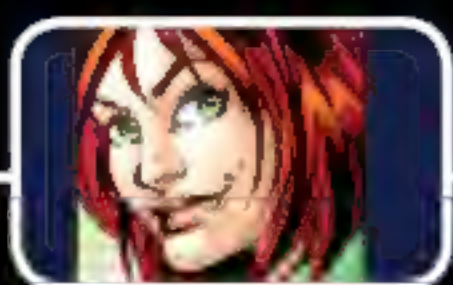
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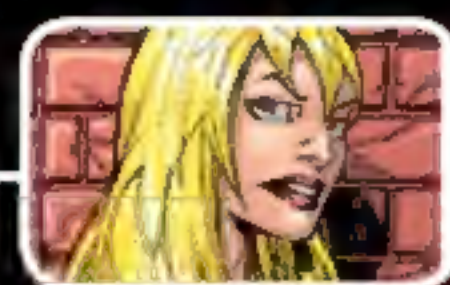
Peter Parker



Aunt May



Mary Jane Watson



Gwen Stacy



Eddie Brock

M A N - T O - M A N

The bite of a genetically altered Spider granted high-school student Peter Parker incredible, arachnid-like powers: Strength, agility, a spider-like sixth sense warning him of personal danger, and most amazing of all-- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a friendship with the beautiful Mary Jane Watson, Gwen Stacy-- the girl living at his house since her father's death-- and swing time as the misunderstood, web-slinging Spider-Man.

PREVIOUSLY IN ULTIMATE SPIDER-MAN:

Peter visits college student Eddie Brock, a childhood friend and the son of his father's scientific colleague. Eddie shows Peter an experiment that their fathers were working on right before their deaths: a black liquid that can transform into a protoplasmic bodysuit, curing any illness and enhancing the wearer's strength and abilities.

Vowing to complete his father's work, Peter secretly removes a sample of liquid from Eddie's college laboratory. But when he gets a drop on his skin, he is encased in a living black costume that expands his powers and renders him nearly unstoppable!

At first, Peter is intoxicated by his new powers, but things turn sour when the suit nearly drives him to kill. Ashamed, Peter confesses to Eddie that he used the suit and destroys the sample. Unknown to Peter, however, Eddie still has some of the liquid. Feeling betrayed by Peter, Eddie tries on the suit himself...and becomes the murderous, misshapen monster Venom!

After a struggle in which innocent bystanders are threatened, Peter is ultimately able to destroy Venom -- but not, it would seem, without destroying Eddie as well. Peter's victory is a shallow one.



S t a n l e e p r e s e n t s :

ULTIMATE SPIDER-MAN

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General Fury, can I get you more wine?

No. This is fine.

Please tell the kitchen that the General Tso's is fantastic.



GLEEK



One eye eagle, we are receiving a recurring energy flux in your immediate area.



I have it.

Here comes the matching intelligence.

Thank you.



Huh.

Request command sequence.

No, I got it.

Sir?

I'll take care of it myself.

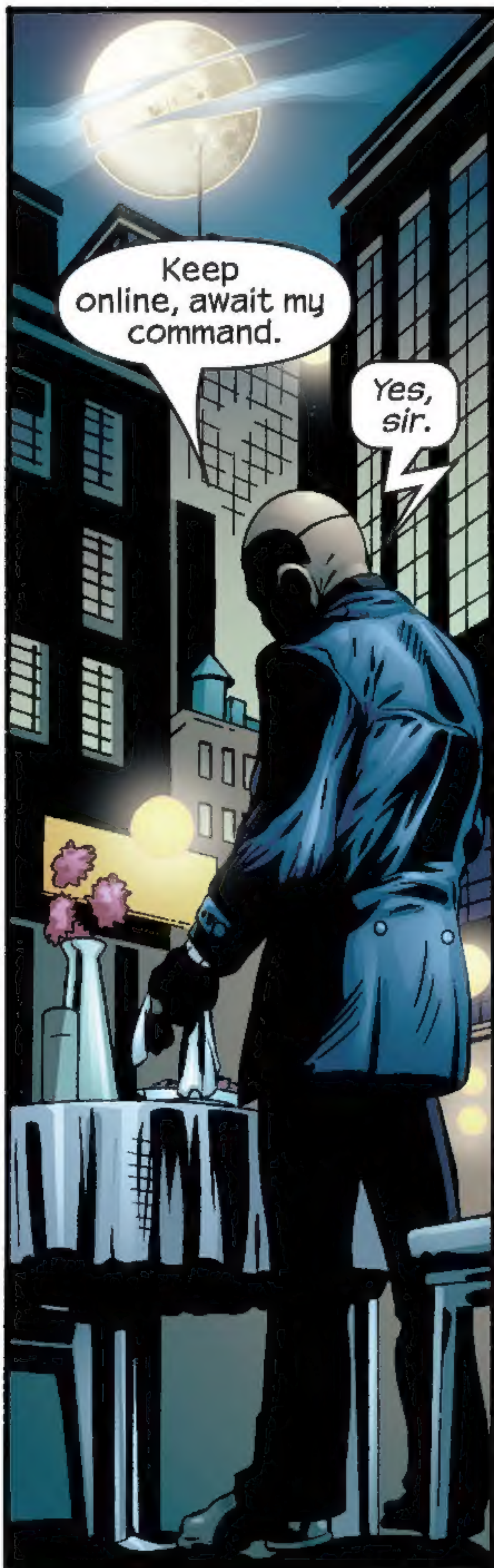
But sir, procedure.



Soldier?

Yes, sir.

Sorry, sir.





Peter Parker, why are you following me?



Ow!

Oof--
What did you just *do* to me?



It's a temporary genetic paralysis, it's already wearing off.

Well, you look and smell vaguely of crap-- what happened to you?

Where's your little Spider-Man costume?



I-I lost it.

You lost it?



How long have you been following me?



Since you left your-- I don't know what you call them-- those headquarters.



You've been following the leader of the top espionage organization on the entire planet for over an hour?



Yeah...



Not bad.



What do you want, Peter?



I want you to take my powers away.

I don't *want* them.

I don't *want* to be Spider-Man and don't *want* my powers.



And I *know* you can do it!

I know you can *inject* me with something, or-- or-- or *spray* me with something and I can go back to a normal life!!



I don't want to *do* this anymore!!!

I want my *life* back to where it *was* before the spider bit me!!

I want this to *stop*!!!



No.



I'm an illegal genetic mutation!! You-- you said it yourself!!

I'm *telling* you! I don't *want* this!!

What happened, Peter?

Listen to me--

What *happened*, Peter?

Listen to me--

What *happened*, Peter?

Listen to me--



I got into a fight today.

This guy-- he turned himself into-- into this-- this-- this *thing*--

Something he couldn't *control* and-- and I was trying to *stop* him and-- and-- and--



A civilian?



I don't even know what that means.

Was this in Queens?

Yes...

A big, black monstrosity type of thing?

Yes.



Carter?

Yes, sir.

You still in Queens?

Yes, sir.

I have an ID on that situation. Parker took care of it.

He's right here.

Oh, hey, kid. Nice job.

No one got hurt. Good for you.



Finish up quick and get out of there.



So, what happened?

Where's the creep now? Did you kill him?



I don't know.



You don't know where he is or you don't know if you killed him?



I think... I killed him.



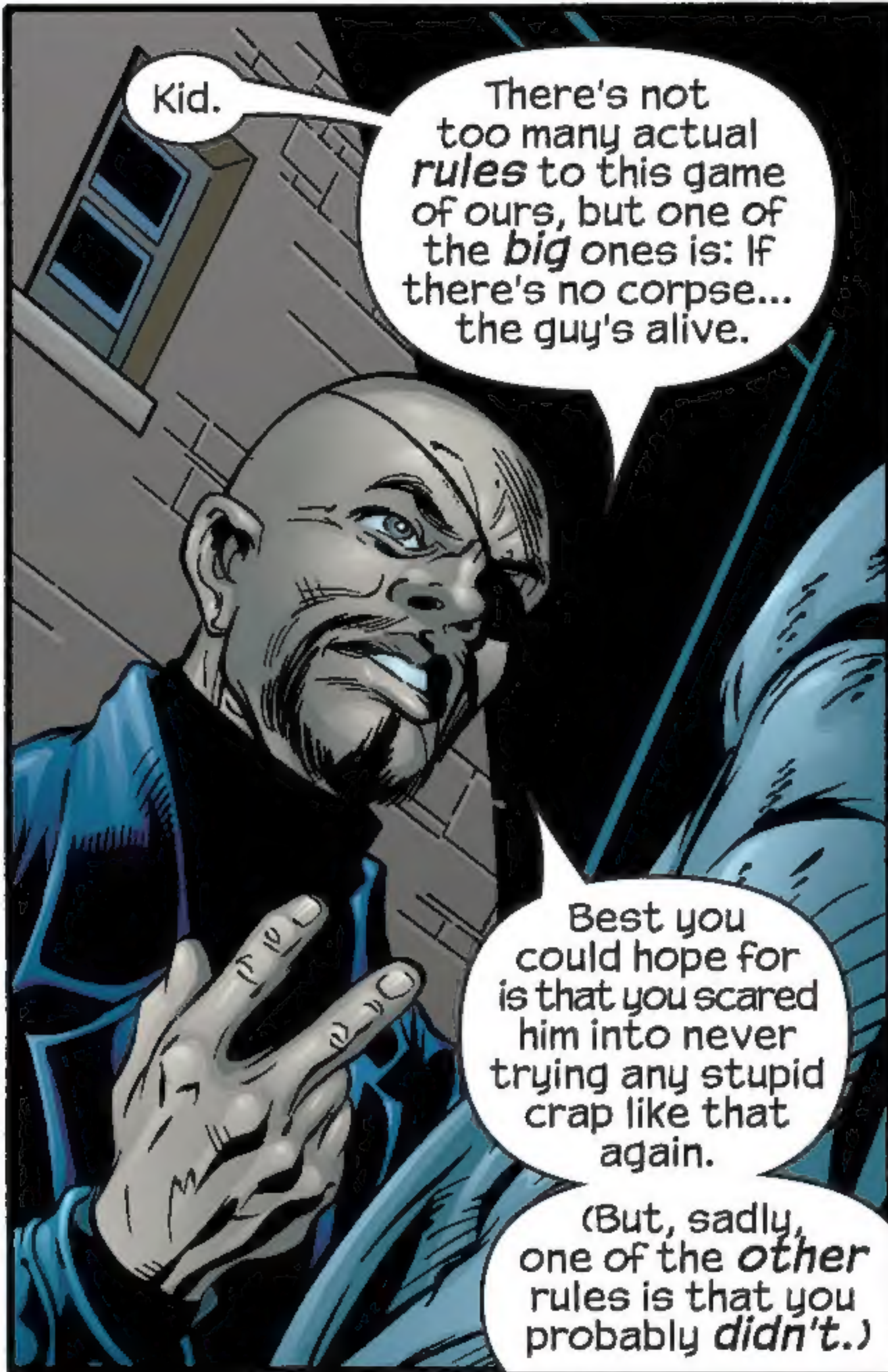
You *think* you killed him?



Where's the body?



He just-- it disappeared.



Kid.

There's not too many actual *rules* to this game of ours, but one of the *big* ones is: If there's no corpse... the guy's alive.

Best you could hope for is that you scared him into never trying any stupid crap like that again.

(But, sadly, one of the *other* rules is that you probably *didn't*..)



Are you *listening* to me?!! I think I *killed* someone.

I want you to do the right thing. I want you to--

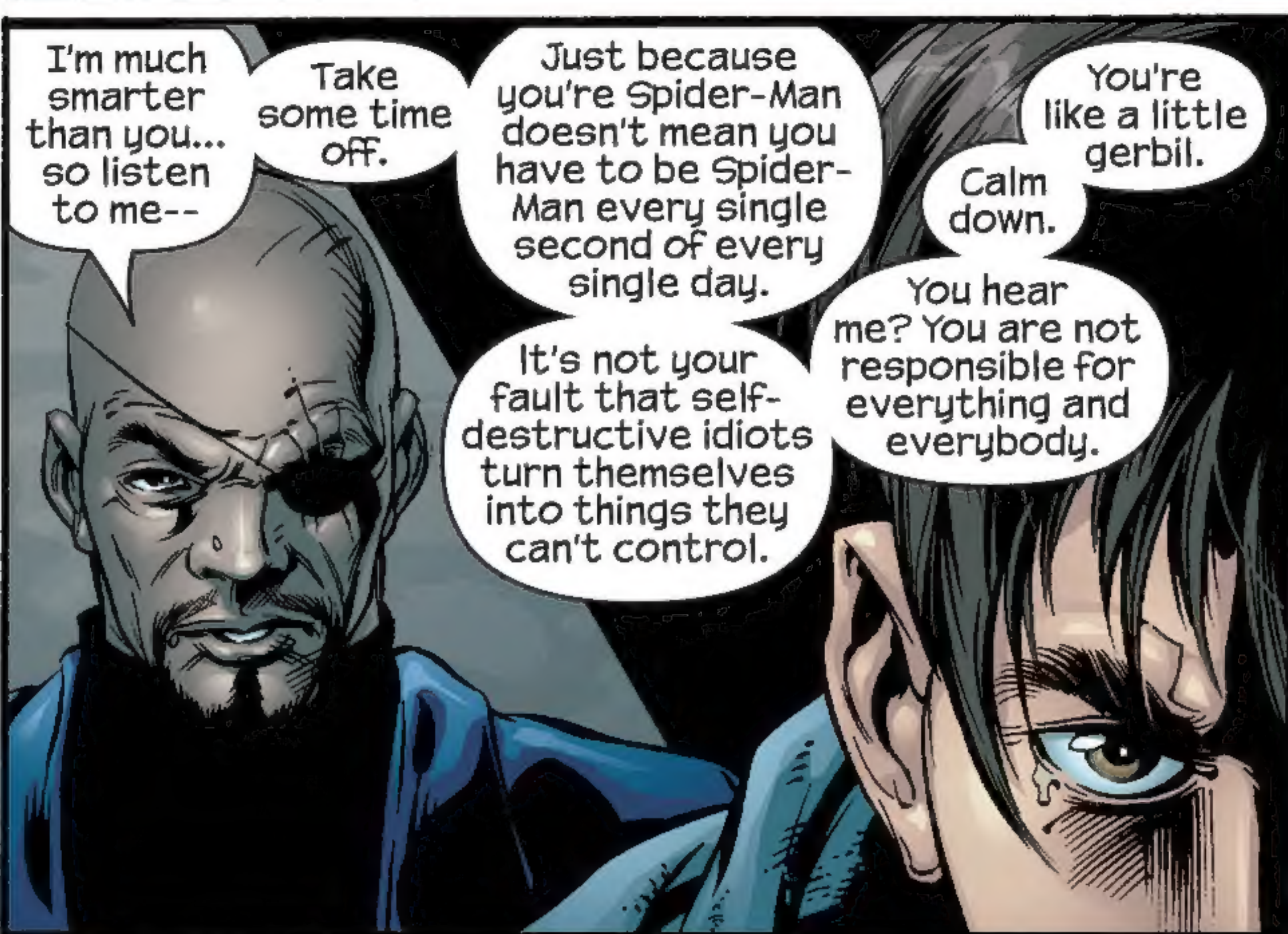
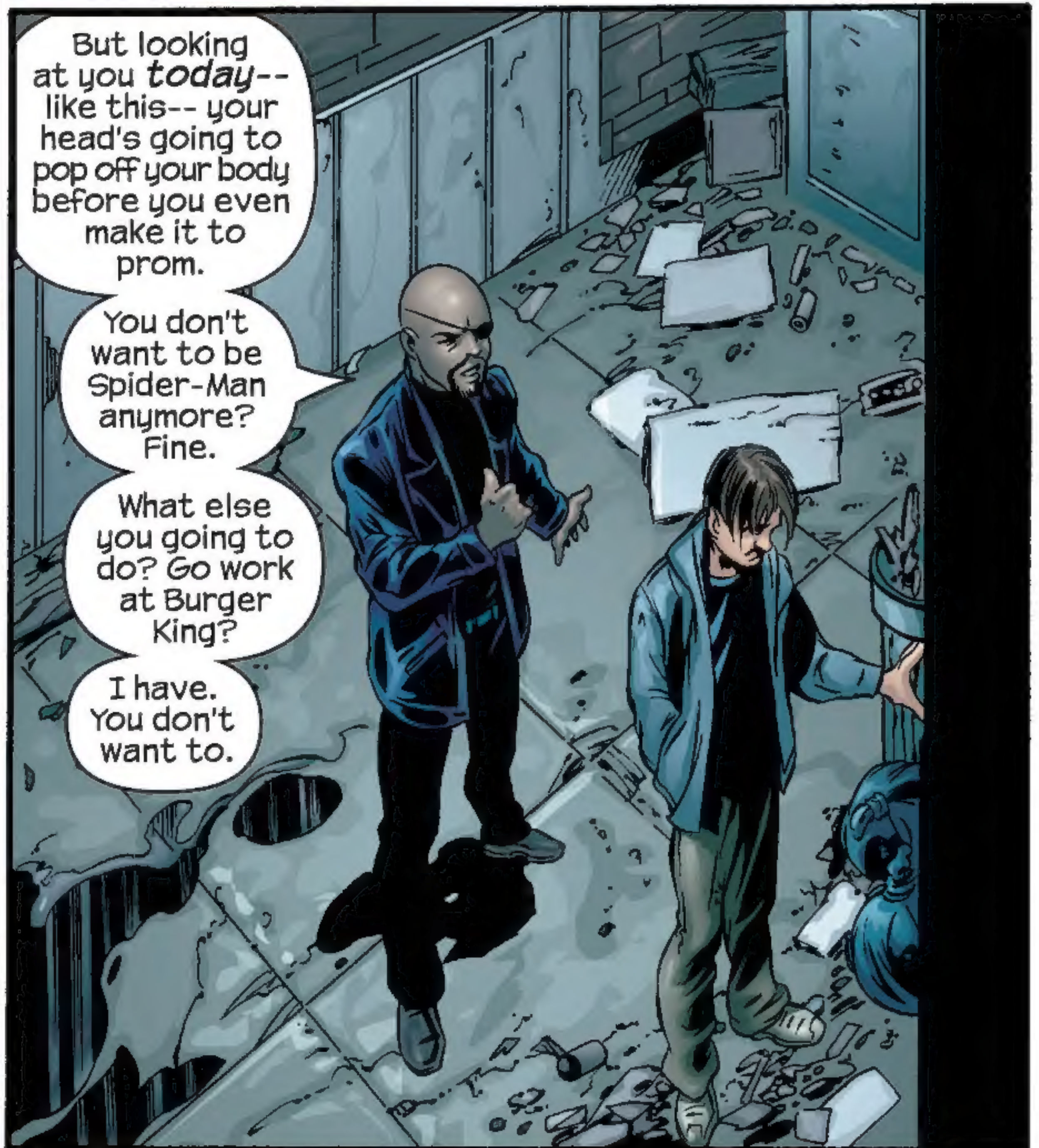


I heard you.



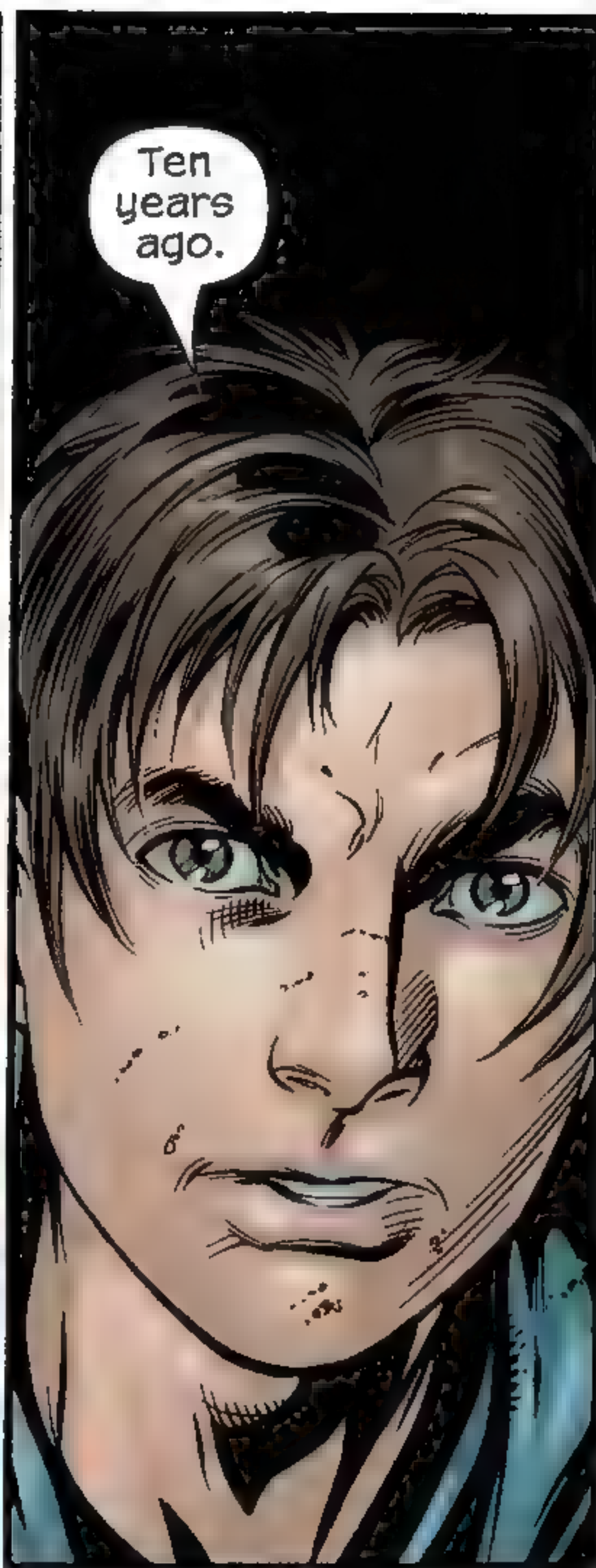
I don't **WANT** this!!



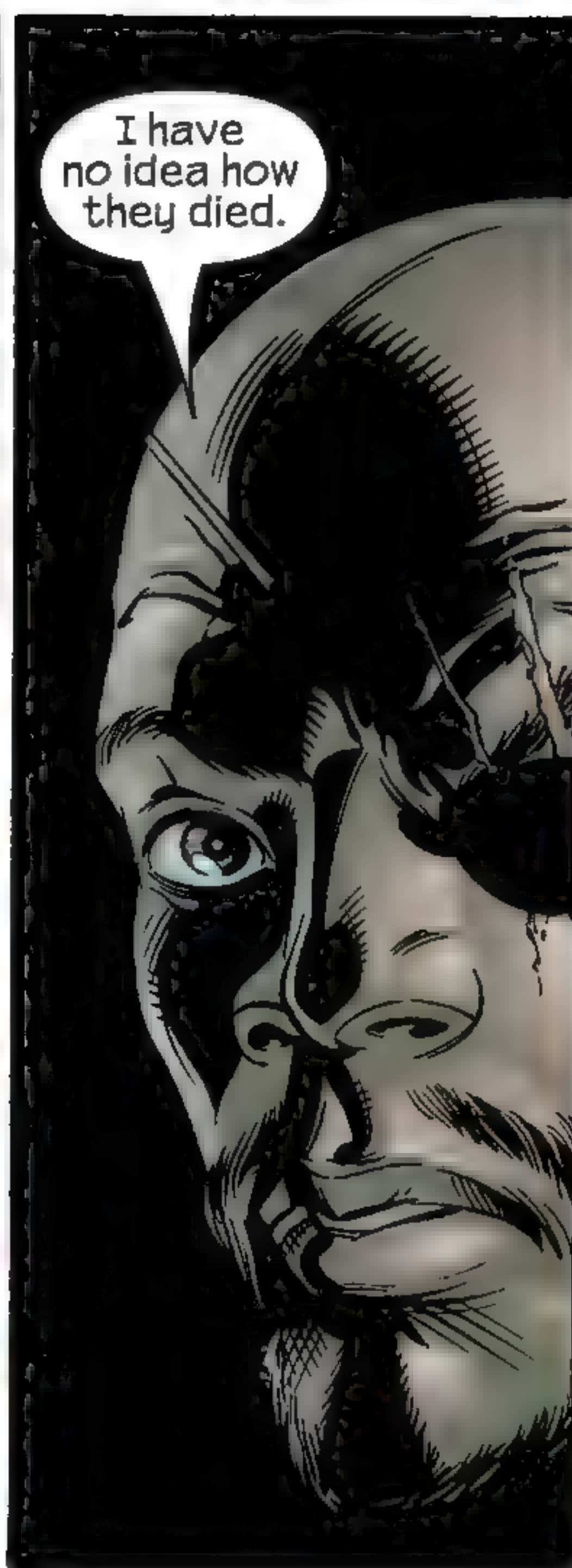




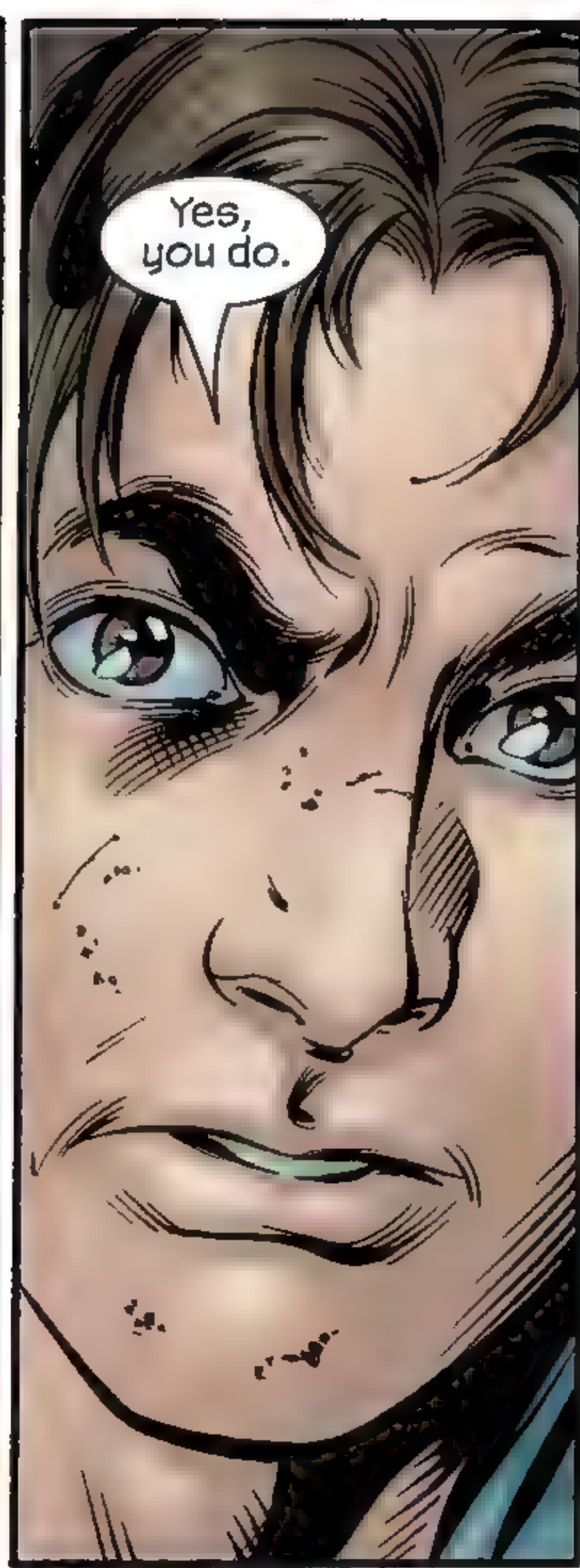
When did they die?



Ten years ago.



I have no idea how they died.

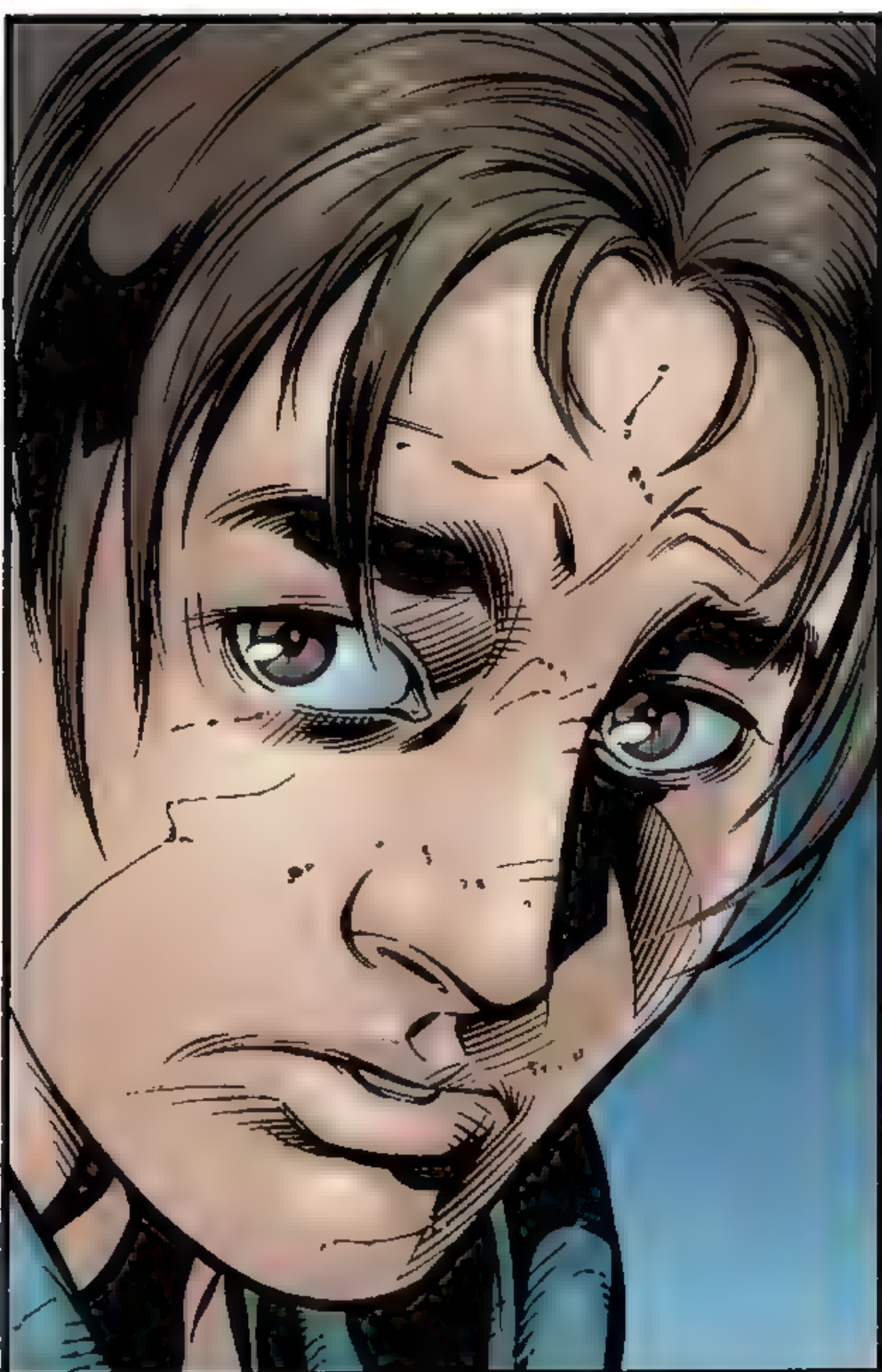


Yes, you do.



What? One minute I'm your shrink and the next I killed your parents.

Kid, ten years ago I was in college. In India.



My parents died when I was a kid, too.

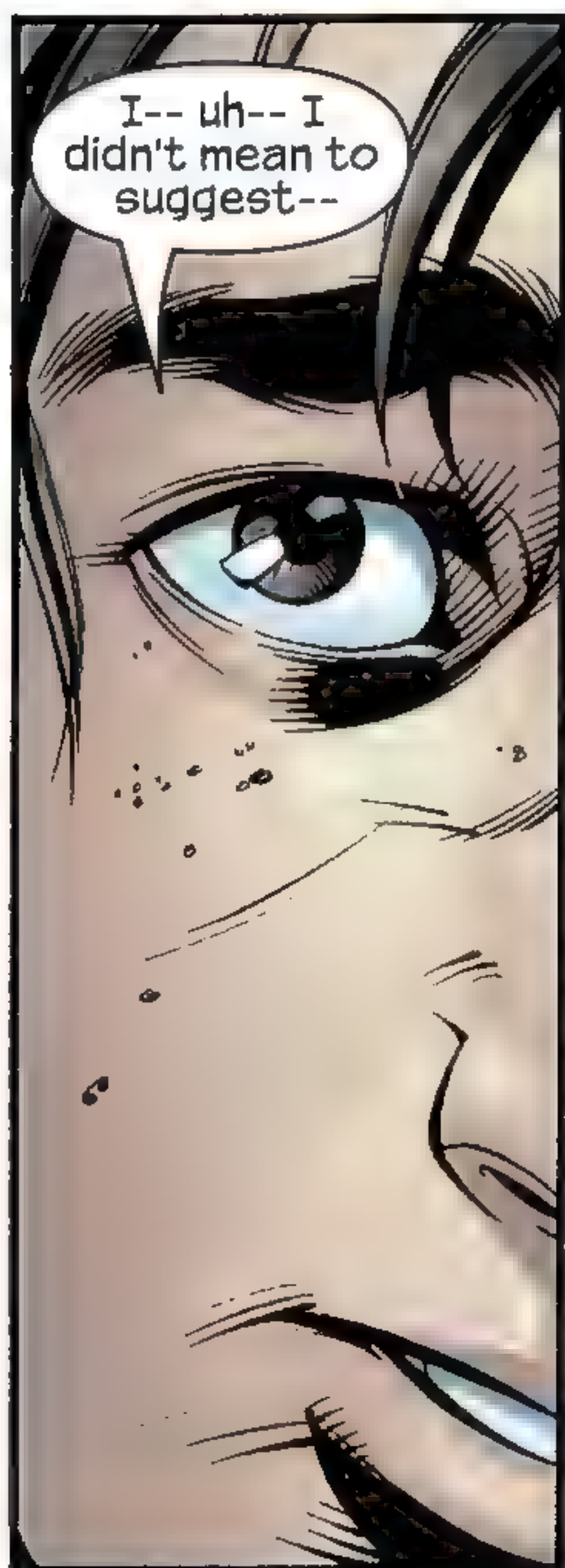
It sucks.

It will always suck.

I'm serious, kid. Go home. Shower.

And watch some of those crap videos with the-- the booty shaking.

Relax!!



I-- uh-- I didn't mean to suggest--



Yeah, you did.

It's okay.

I know what's going on.

You're so angry you don't even know what to be angry about.

It's called being a teenager.

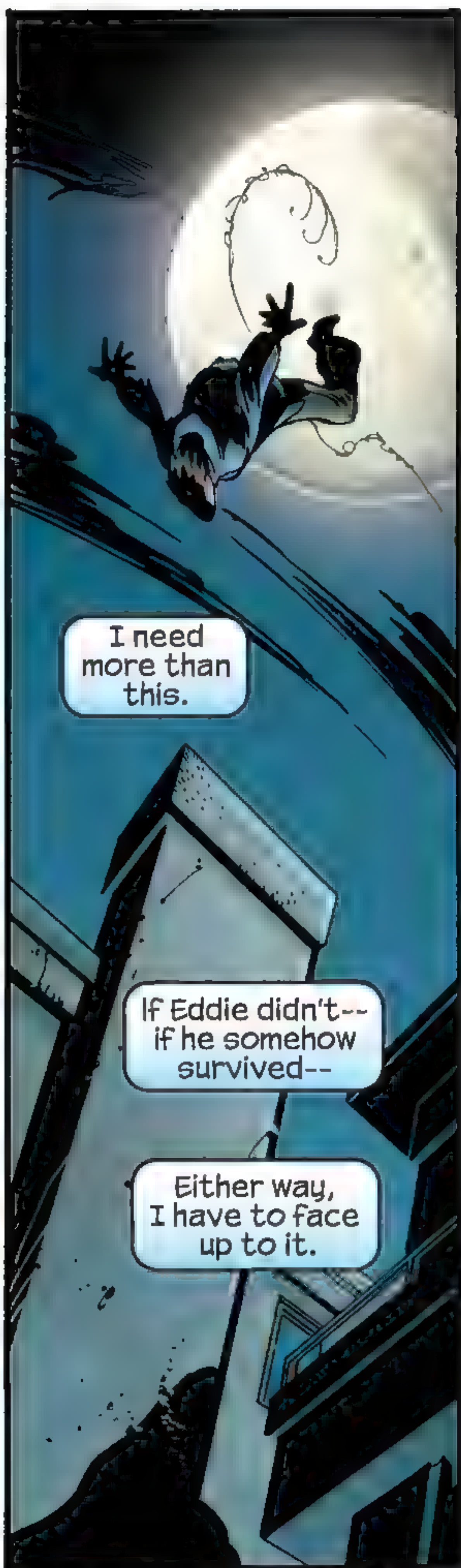
Been there.



It's all right.

But next time you want to talk to me-- make an appointment.

Or I'll shoot you.



I need more than this.

If Eddie didn't-- if he somehow survived--

Either way, I have to face up to it.



I need to know what happened.

Not *guess* what happened, or hope what happened...

I need to know.



Every one of my fights as Spider-Man ends up with someone else cleaning up my mess.

The cops, Nick Fury...



Someone else cleans my mess like I'm a little baby.



But this, this is too personal.

This means too much.

This is-- this I have to face.

I have to face the responsibility of it.

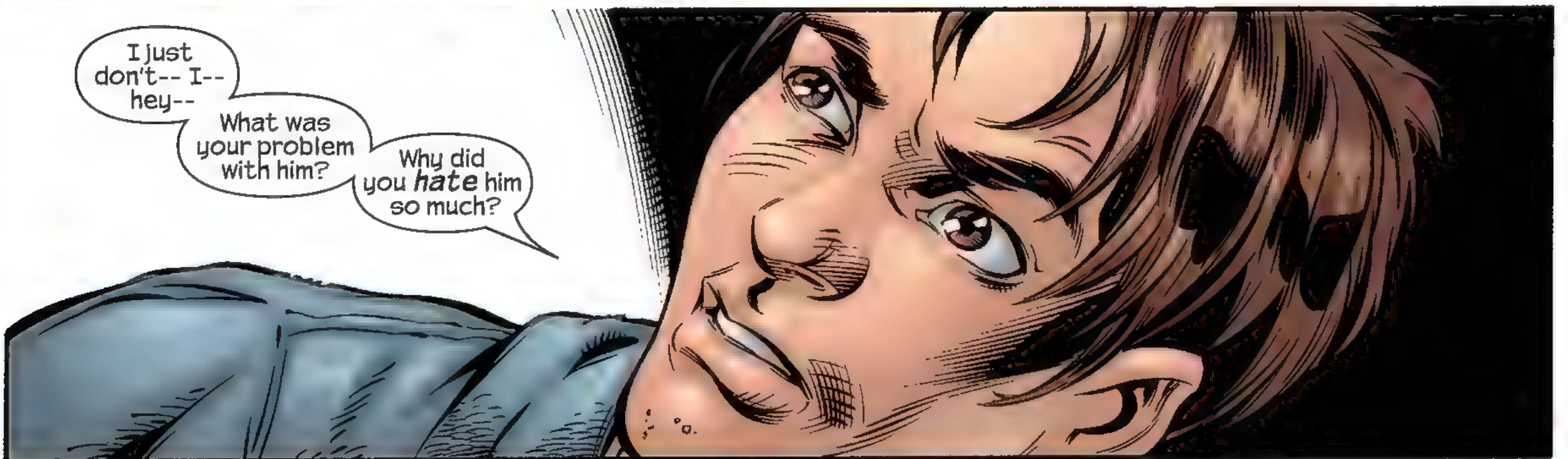


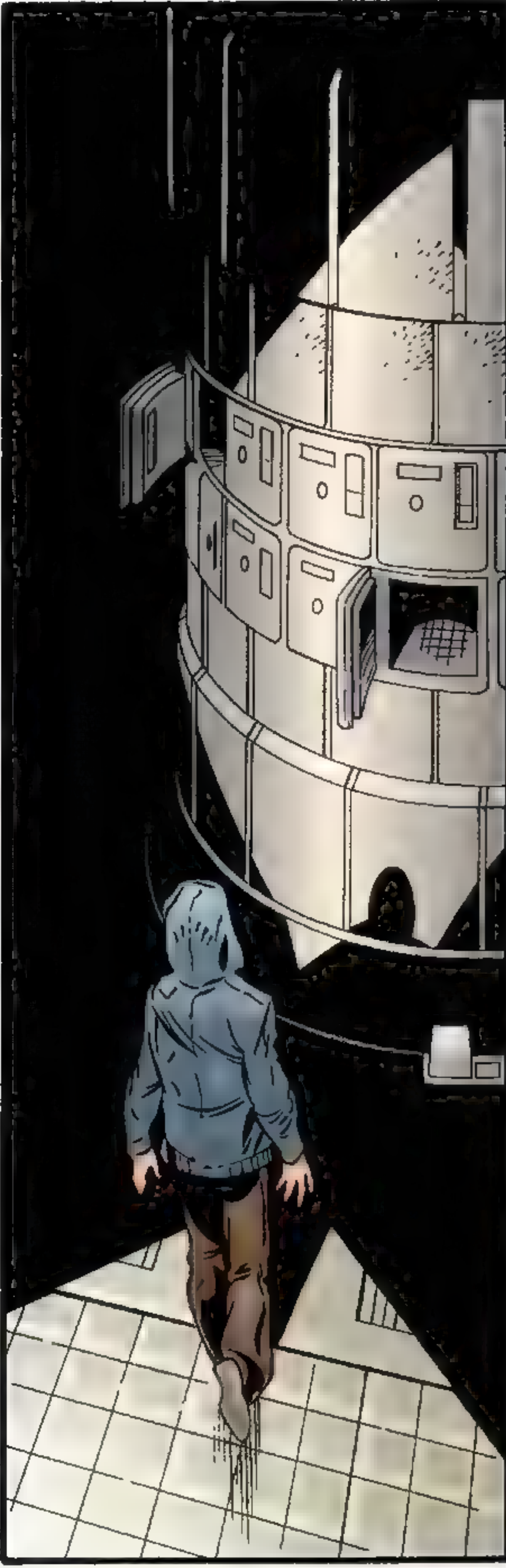
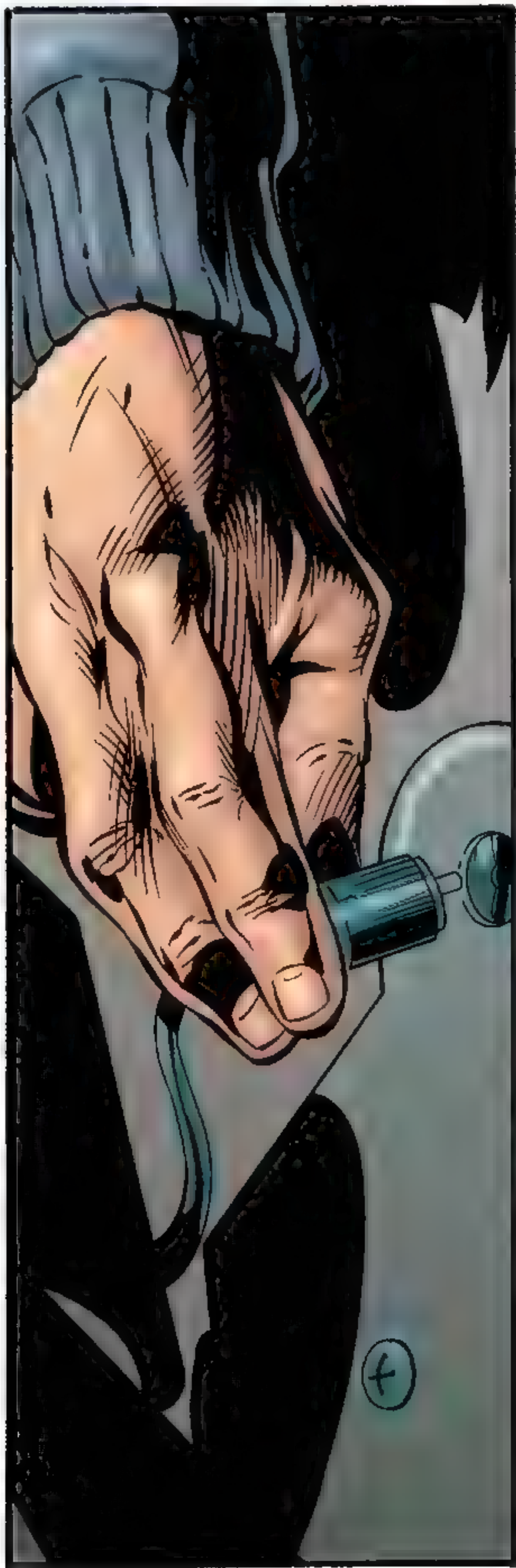
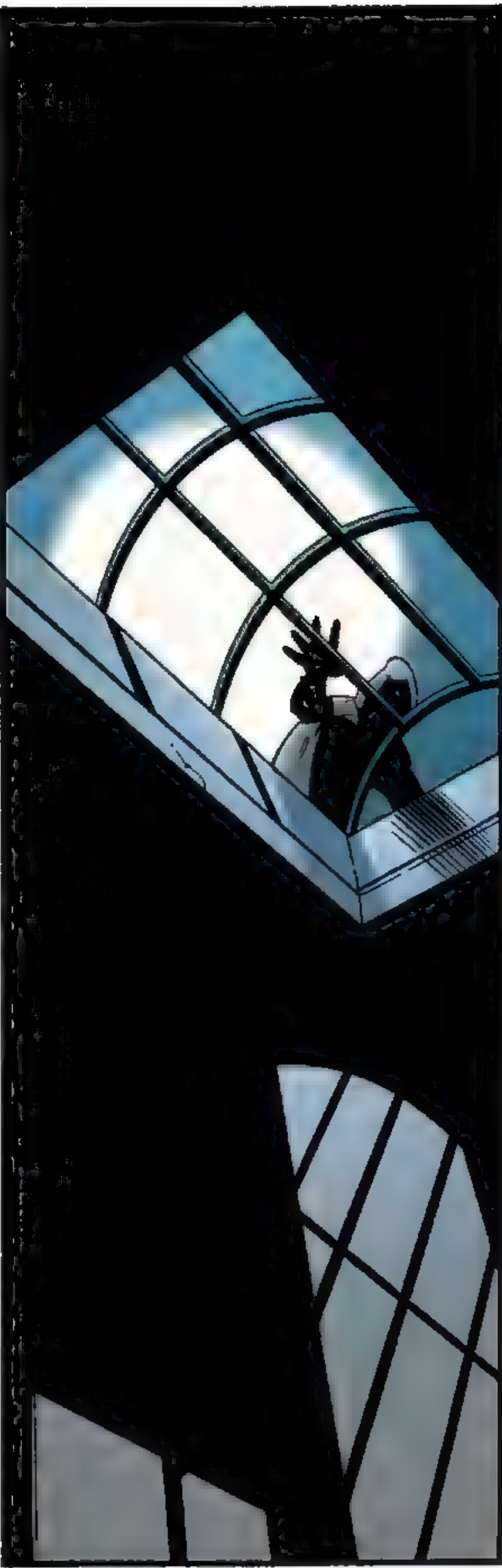
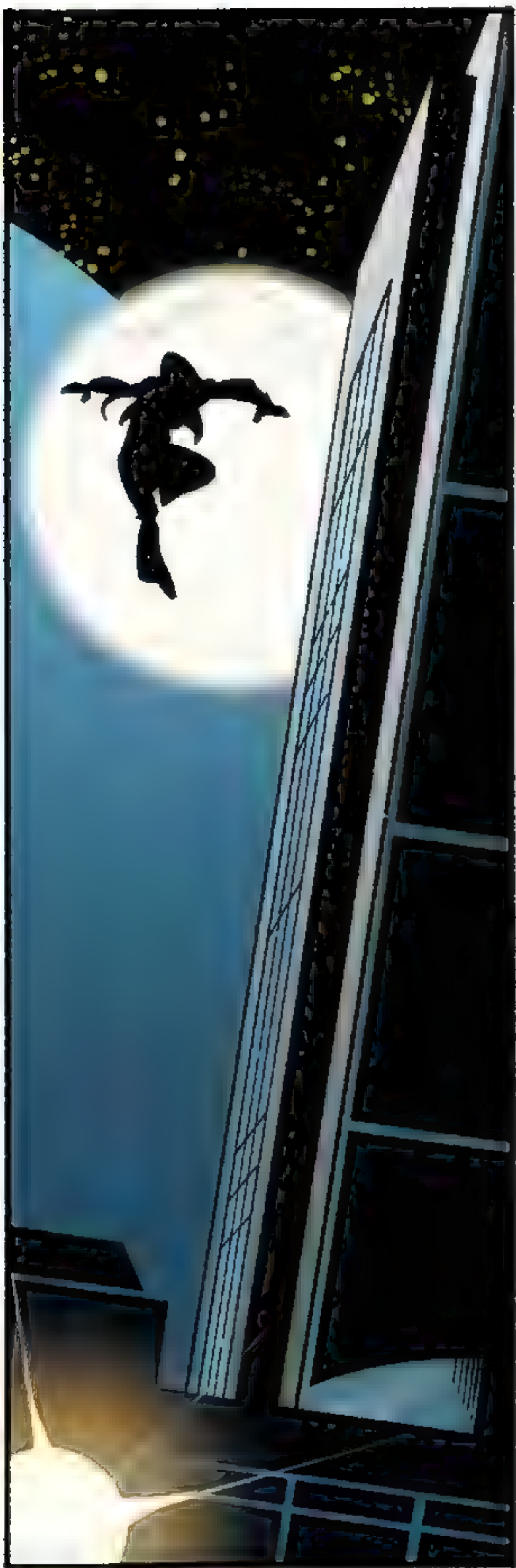
I have to come forward and tell someone what happened.



I have to--

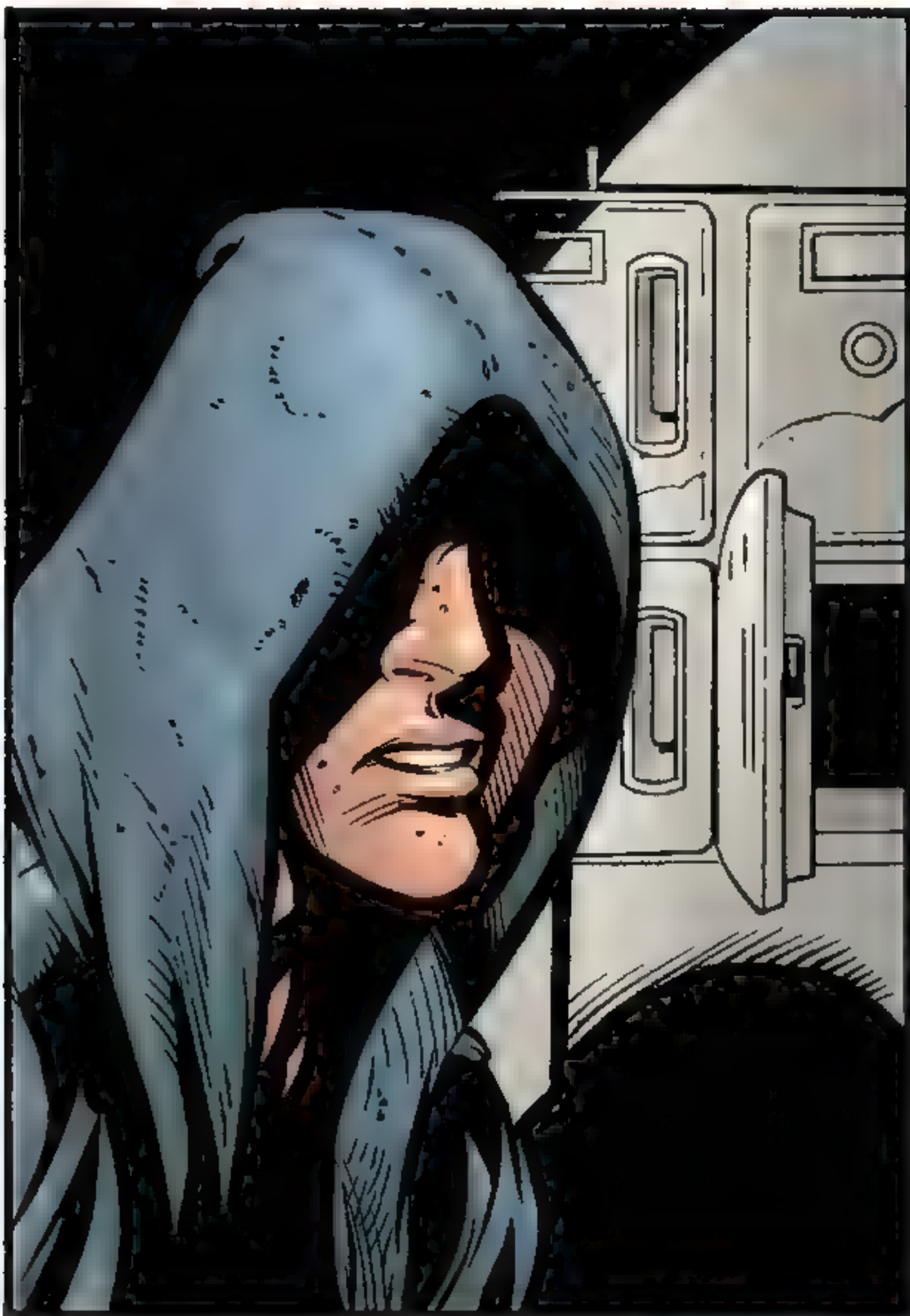








My name is Doctor Curt Connors... Who might you be?



Are you Peter Parker?



And before you answer, please remember that I hold three Doctorates.

I am not, by any definition, a stupid person.



It was you, wasn't it?

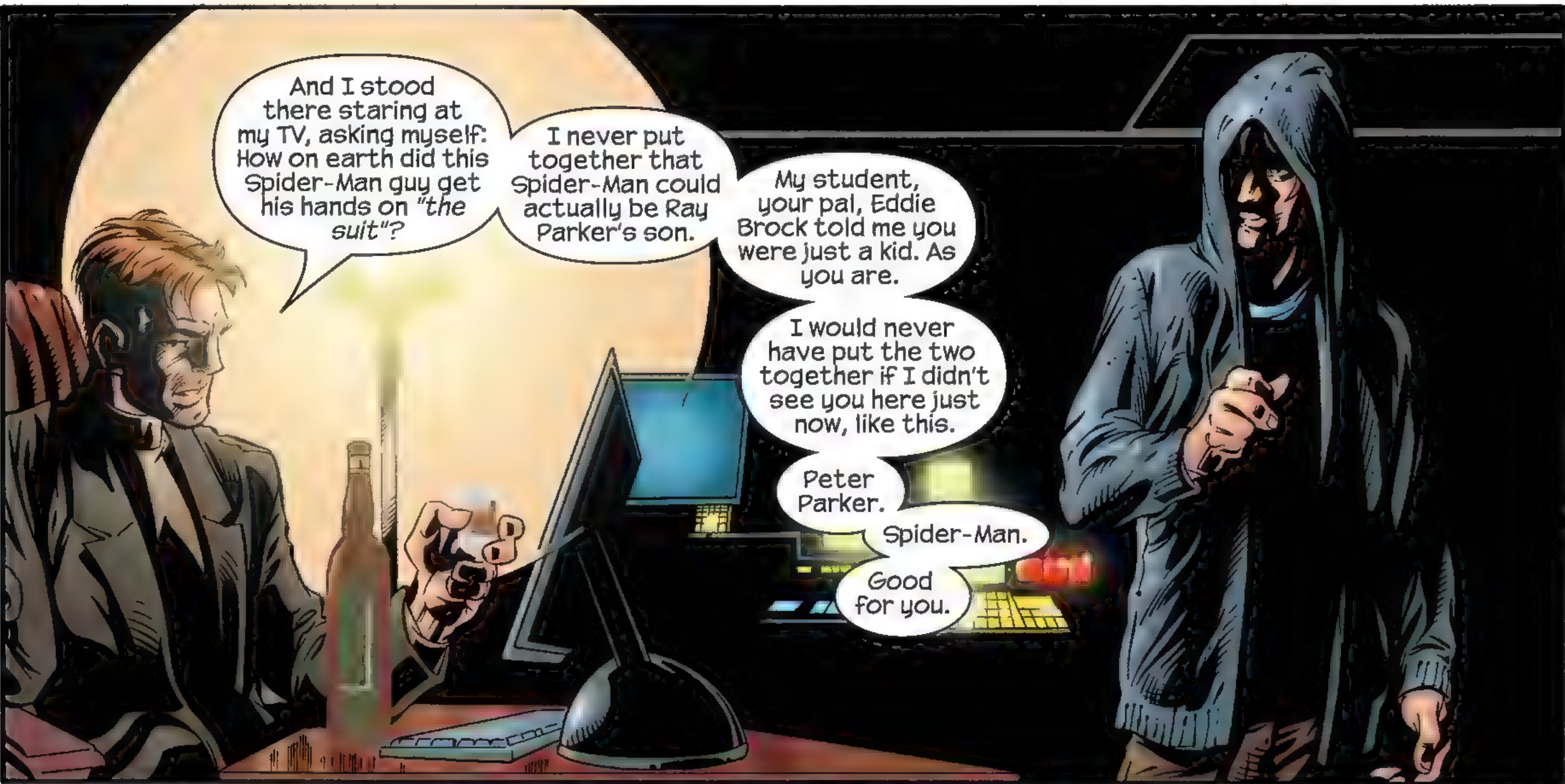
I saw you on TV, wearing the suit your father invented.

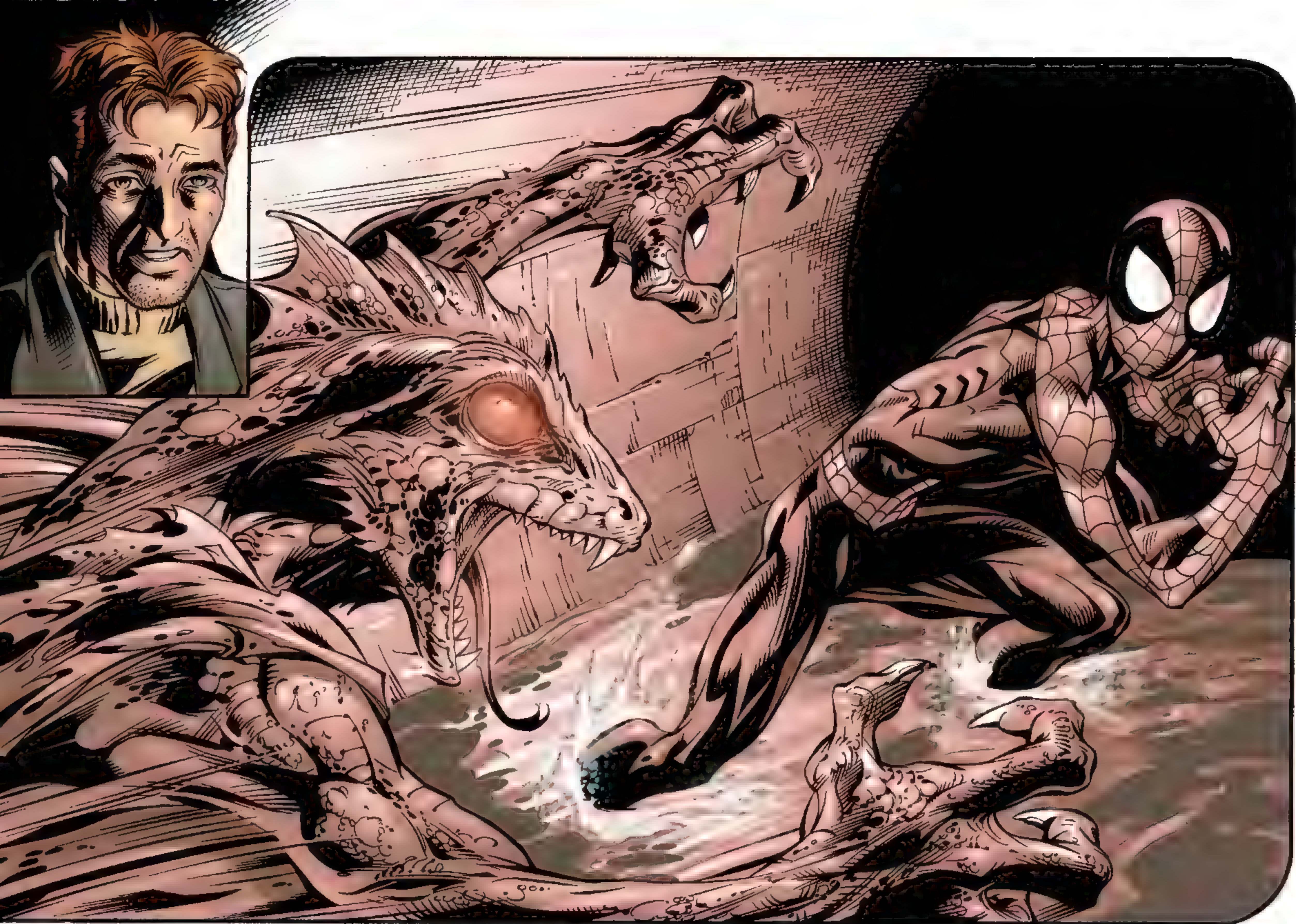
The suit in phase two.



Form-fitting, strength-enhancing.

You seemed to really be enjoying yourself.





No.

Not even Eddie?



No, of course not.

I don't-- how could I?

Well then...

...consider my lifetime discretion towards you and your secret life a favor eagerly returned.



What's happened here?

Your father's project is gone.

Gone, gone.

And with it *another* year of my life wasted.

I wonder just how many more I can afford.



How?

What happened here?



Honestly, at this point, I think *you* know a lot more about all this than I do.

I came here to my lab to check on things and things are no longer here to check on.

Just tell me who took the-- how is it gone?

How is it gone? It's gone.

The suit, the files, the programs. The samples. All gone. Bye-bye.



Oh, my God...



I thought maybe *you* did.

But I guess Eddie Brock and I need to have a talk.



Eddie-- Eddie wore the suit, too.

And now-- now I don't know what has happened to him.

I'm trying to-- I'm trying to make sense of it.

I-I-I don't know if he survived it.

I don't know.



Mr. Parker, I'm hardly what you'd call a religious man, but you have to wonder if it isn't a sign from God.



There's been somewhat of a rash of genetic tampering by people who are trying to be more than they really are.

And *every* time we try to tamper with the miracle, the biological miracle, that is the human machine...



What happens? What happens is we get punished.

I was certainly punished for *my* sins.

Consider it-- Norman Osborn. And that guy with the octopus arms.

Half the *Ultimates* group seem vaguely out of their mind.

Mutantkind is in the middle of an uphill race battle they will *never* win.

Even Captain America had to sit most of the century out.

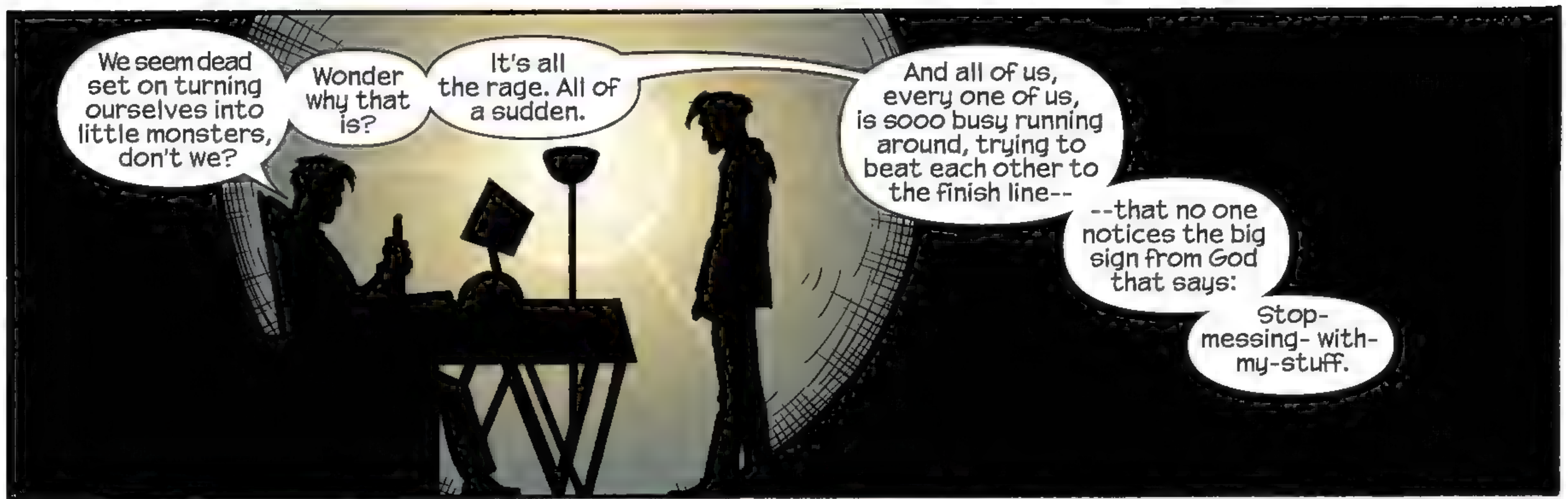
Your father.

You.



I mean, I don't know you...

...but to *look* at you-- it certainly looks like your life is no tiptoe through the tulips.



We seem dead set on turning ourselves into little monsters, don't we?

Wonder why that is?

It's all the rage. All of a sudden.

And all of us, every one of us, is sooo busy running around, trying to beat each other to the finish line--

--that no one notices the big sign from God that says:

Stop-messing-with-my-stuff.



Well...

... 'm sorry either way.



For what?



Your father was a genius and an admirable man of science.

But, now, looking at all the end results of his experiments...

...seeing the doors they opened and where we are now...

...it looks like he might have been the architect, the pioneer, of this horrible decade of genetic nightmares.

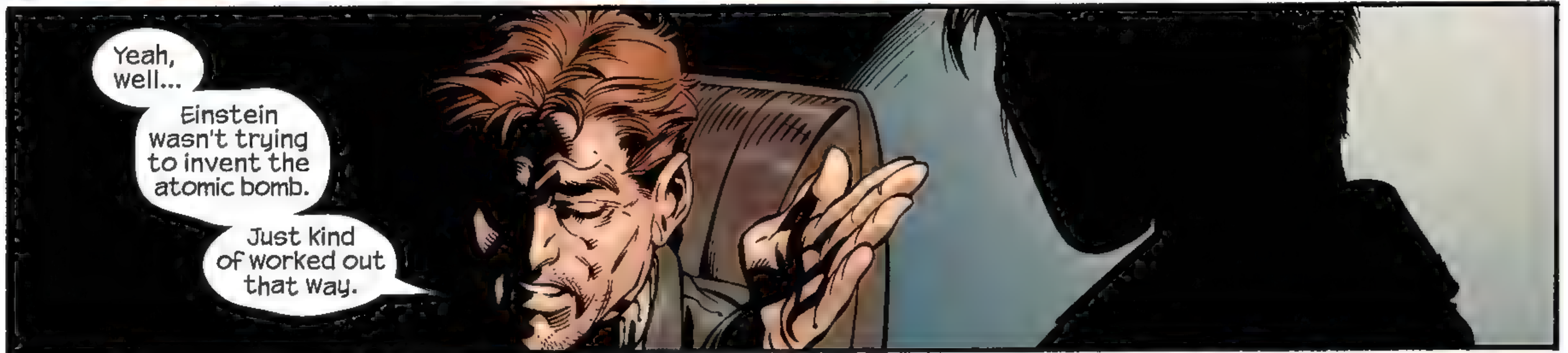


How could you *say* that?!!

My father was trying to cure *cancer*!!

You-- you're the one that purposely turned yourself into--

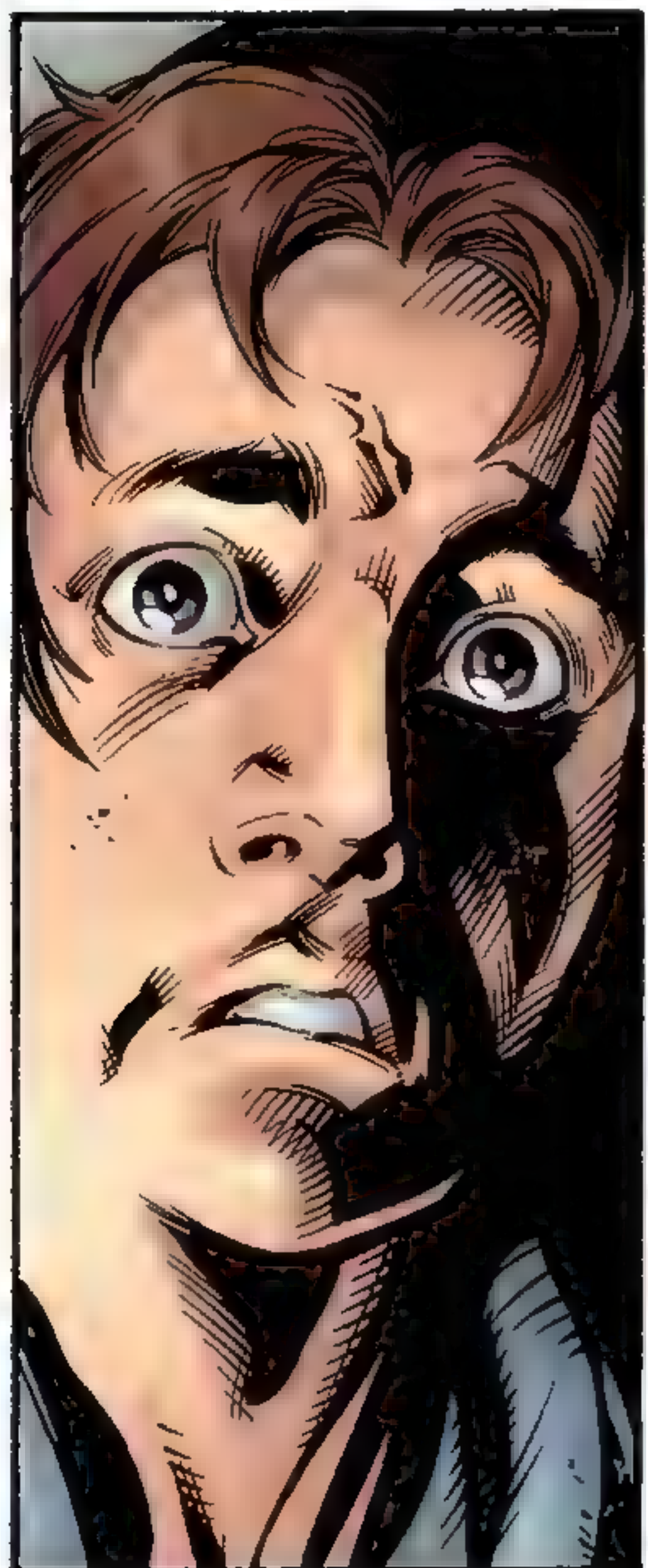
All-- all he wanted to do was to...



Yeah, well...

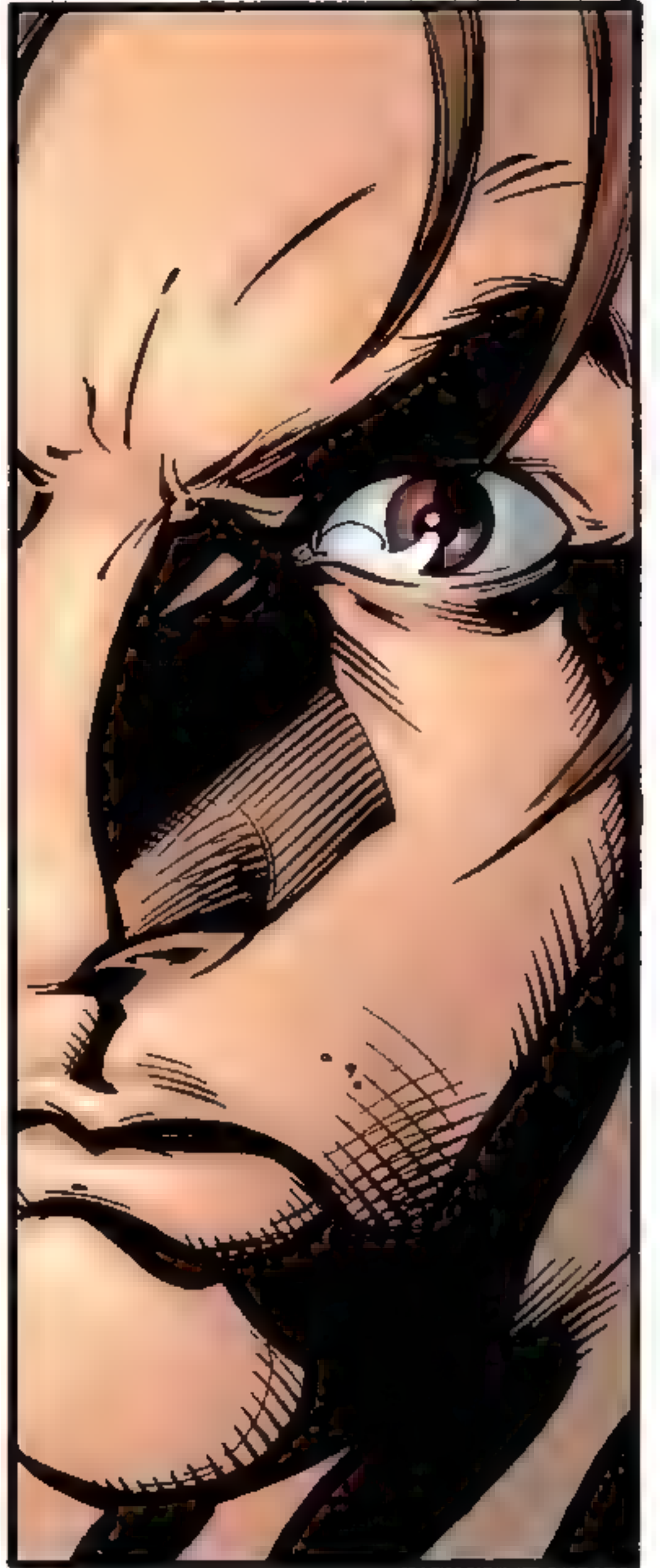
Einstein wasn't trying to invent the atomic bomb.

Just kind of worked out that way.



Said I was sorry.

You really need to wash that costume.*











SON OF

ULTRAMAN